

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

|   |   |                         |
|---|---|-------------------------|
| In re:                                  | ) | Chapter 11              |
|   | ) |                         |
| W. R. GRACE & CO., et al., <sup>1</sup> | ) | Case No. 01-01139 (KJC) |
|   | ) | (Jointly Administered)  |
| Reorganized Debtors.                    | ) |                         |
|   | ) |                         |

**CERTIFICATION OF COUNSEL REGARDING ORDER APPROVING SECOND  
STIPULATION BETWEEN W. R. GRACE & CO. AND PLUM CREEK TIMBER CO.,  
INC. EXTENDING CERTAIN DEADLINES IN THE CASE MANAGEMENT ORDER  
FOR CLASS 7A ASBESTOS PD CLAIMS**

1. October 14, 2015 W. R. Grace & Co. ("Grace") received the Class 7A Asbestos PD Claim (the "POC") asserted by Plum Creek Timber Co., Inc. ("Plum Creek") from the Asbestos PD Trust.

2. The Reorganized Debtors W. R. Grace & Co., et al. and Plum Creek entered into a Stipulation Between W. R. Grace & Co. and Plum Creek Timber Co., Inc. Extending Certain Deadlines in the Case Management Order for Class 7A Asbestos PD Claims (the "First Stipulation") which was approved by the Court on December 23, 2016 [Docket No. 32648].

3. The parties have agreed to further extend certain deadlines and have entered into a Second Stipulation Between W. R. Grace & Co. and Plum Creek Timber Co., Inc. Extending Certain Deadlines in the Case Management Order for Class 7A Asbestos PD Claims (the "Second Stipulation").

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<sup>1</sup> The Reorganized Debtors are W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.) and W. R. Grace & Co.-Conn.

4. Attached hereto as Exhibit A is a copy of a proposed form of Order Approving Second Stipulation Between W. R. Grace & Co. and Plum Creek Timber Co., Inc. Extending Certain Deadlines in the Case Management Order for Class 7A Asbestos PD Claims (the "Order"). A copy of the Second Stipulation is attached to the Order as Exhibit 1 thereto.

5. By way of this certification, the Reorganized Debtors respectfully request that the Court enter the Order if acceptable to the Court, thereby approving the terms of the Stipulation.

6. Counsel for the parties are available, should the Court have any questions or concerns with the foregoing or the proposed Order.

Dated: April 1, 2016

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